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REC'D TN
REGULATORY AUTH.

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November 30, 2001

OFFICE OF THE
EXECUTIVE SECRETARY

Guy M. Hicks
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VIA HAND DELIVERY

David Waddell, Executive Secretary
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37238

Re: *Docket to Determine the Compliance of BellSouth
Telecommunications, Inc.'s Operations Support Systems with State
and Federal Regulations*
Docket No. 01-00362

Dear Mr. Waddell:

In the Authority's November 14, 2001, Order, the Authority struck the Georgia Third Party Test and the PwC Attestation from the evidence in the proceeding. Consequently, BellSouth withdrew the testimony of Milton McElroy from the proceeding and any orders regarding the scope of that testimony were rendered moot.

Subsequently, BellSouth filed a Motion for Reconsideration of the November 14, 2001, Order and the testimony of Mr. McElroy was filed in the event the Motion was granted. In that testimony, BellSouth redacted all of the testimony that AT&T indicated it believed should be redacted with the exception of 20 lines of testimony. In addition, BellSouth redacted substantial additional portions of the testimony to ensure it complied with the Authority's Order. Given the compressed time frame in which these events occurred, and the fact that the November 14 Motion with respect to Mr. McElroy's testimony had been mooted, BellSouth did not seek the concurrence of counsel for AT&T in advance. BellSouth, did, however, send the testimony to counsel for AT&T via email on November 20, 2001. BellSouth received no objection from AT&T on the scope of the testimony as of November 30, 2001. In response to the Authority's inquiry on November 30,

David Waddell, Executive Secretary
November 30, 2001
Page 2

2001, counsel for BellSouth called counsel for AT&T. Counsel for AT&T indicated that he didn't think he would object to the content but that he had not "had the chance to review it" and would not have the opportunity to do so prior to the 4:00 p.m. deadline.

As previously stated, BellSouth believes the testimony of Mr. McElroy on file with the Authority complies with the Authority's Orders. In an effort to ensure, to the extent possible, that there are no objections, however, BellSouth will agree to withdraw the additional 20 lines of testimony proposed to be redacted by AT&T which was in dispute between BellSouth and AT&T. In the version on file with the Authority, the testimony BellSouth hereby voluntarily withdraws is as follows:

McElroy Direct:

Page 7, lines 13-18

Page 20, line 23 – Page 23, line 3

Page 24, lines 5-12

With these changes, BellSouth will have redacted everything AT&T asked to be redacted; consequently, there should be no grounds for objection.

Very truly yours,

Guy M. Hicks

GMH:ch

CERTIFICATE OF SERVICE

I hereby certify that on November 30, 2001, a copy of the foregoing document was served on counsel for known parties, via the method indicated, addressed as follows:

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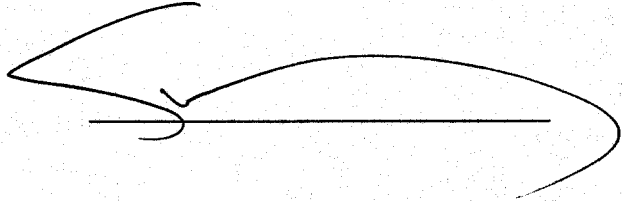
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A handwritten signature in black ink, appearing to read "Jack Robinson", written over a horizontal line.